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Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS
IN SUPPORT OF REORGANIZED
DEBTORS' THIRTY-SECOND SECURITIES
CLAIMS OMNIBUS OBJECTION
(INSUFFICIENT SUBSTANTIVE
ALLEGATIONS AND VOLUNTARY
RELEASE CLAIMS)**

Date: February 27, 2024

Time: 10:00 a.m. (Pacific Time)

Place: (Tele/Videoconference Appearances
Only)

United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 I, Robb McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information and belief:

4 1. I am a Partner and Managing Director at the firm of AlixPartners, LLP
5 (“**AlixPartners**”), which is an affiliate of both AlixPartners, LLC and AP Services, LLC, (“**APS**”).
6 APS was previously retained to provide interim management services to PG&E Corporation and
7 Pacific Gas and Electric Company, as debtors and reorganized debtors (collectively, “**PG&E**,” the
8 “**Debtors**,” and as reorganized pursuant to the Plan, the “**Reorganized Debtors**”) in the above-
9 captioned chapter 11 cases (the “**Chapter 11 Cases**”). I submit this Declaration in support of the
10 *Reorganized Debtors’ Thirty-Second Securities Claims Omnibus Objection (Insufficient*
11 *Substantive Allegations And Voluntary Release Claims)* (the “**Omnibus Objection**”), filed
12 contemporaneously herewith.¹

13 2. In my current position, I am responsible for overseeing the bankruptcy case
14 management component of AlixPartners’ assignment to assist the Reorganized Debtors with
15 various matters related to these Chapter 11 Cases. My areas of responsibility include (a) the effort
16 by AlixPartners, in coordination with the Reorganized Debtors, to review and assess the validity
17 of all claims asserted against the Debtors, other than Fire Claims and Subrogation Wildfire
18 Claims, and (b) providing support with respect to Securities Claims. I am generally familiar with
19 the Reorganized Debtors’ day-to-day operations, financing arrangements, business affairs, and
20 books and records. Except as otherwise indicated herein, all facts set forth in this Declaration are
21 based upon my personal knowledge, the knowledge of other AlixPartners professionals working
22 under and alongside me on this matter, my discussions with the Reorganized Debtors’ personnel
23 and the Reorganized Debtors’ various advisors and counsel, and my review of relevant documents
24 and information. If called upon to testify, I would testify competently to the facts set forth in this
25 Declaration. I am authorized to submit this Declaration on behalf of the Reorganized Debtors.

26 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms
27 in the Omnibus Objection.
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1 3. The AlixPartners team under my supervision has been actively and intimately
2 involved in the claims review and reconciliation process. AlixPartners initially assisted the Debtors
3 in the preparation of their bankruptcy schedules based on the Debtors' books and records.
4 AlixPartners is now supporting, and will continue to support, the efforts of the Reorganized
5 Debtors and their counsel to resolve disputed claims, including by formal objections as necessary.

6 4. As part of the claims review and reconciliation process, the AlixPartners team,
7 working with the Reorganized Debtors' personnel and other professionals, identified a number of
8 filed proofs of claim for which Claimants fail to allege a cause of action against PG&E or allege
9 or adopt facts supporting securities claims against PG&E – even after receiving notice of the claims
10 amendment deadline set forth in the Amendment and Objection Procedures Order.

11 5. In addition, the AlixPartners team coordinated with Kroll Restructuring
12 Administration LLC and identified Claimants who voted to affirmatively and voluntarily opt into
13 the releases contained in Section 10.9(b) of the Plan. The identification of these Claimants is
14 discussed at greater length in the Johnson Declaration filed herewith.

15 6. The Omnibus Objection is directed to the Claims identified in Exhibit 1 attached
16 thereto, in the column headed "Claims to Be Disallowed and Expunged." Exhibit 1 to the Omnibus
17 Objection was prepared by the AlixPartners team under my overall supervision, and I am familiar
18 with the document, its contents, and the process under which it was prepared.

19 7. On July 28, 2023, the Reorganized Debtors served notice of the Amendment and
20 Objection Procedures Order on all Securities Claimants, as described in the August 17, 2023
21 *Certificate of Service of Victor Wong Regarding Order Authorizing Amendment And Objection*
22 *Procedures For Securities Claims* [Dkt. No. 13960] and the October 9, 2023 *Certificate of Service*
23 *of Alain B. Francoeur Regarding Order Authorizing Amendment And Objection Procedures For*
24 *Securities Claims* [Dkt. No. 13973].

25 8. In accordance with the Amendment and Objection Procedures Order, Claimants
26 had until October 6, 2023 to amend their proofs of claim to allege facts supporting their purported
27 securities claims against PG&E, and until October 13, 2023 to adopt allegations from a complaint
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1 already filed with another claimant's proof of claim. In the event that a claimant failed to amend
2 their proof of claim or adopt the allegations of a complaint, their claims would be subject to a
3 sufficiency objection under a standard akin to Federal Rule of Civil Procedure 12(b)(6). None of
4 the Claims identified on **Exhibit 1** contain allegations or facts to support purported securities
5 claims against PG&E.

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1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true
2 and correct to the best of my knowledge, information, and belief.

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4 Executed December 13, 2023 in Dallas, Texas.

5
6 /s/ Robb McWilliams

7 Robb McWilliams
8 Partner and Managing Director
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